

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re Application of REFINERÍA DE CARTAGENA  
S.A.S. for an Order Directing Discovery from  
MASON CAPITAL MANAGEMENT, LLC  
Pursuant to 28 U.S.C. § 1782

*Petitioner.*

Case No. \_\_\_\_\_

**EX PARTE APPLICATION FOR JUDICIAL ASSISTANCE TO OBTAIN EVIDENCE  
FOR USE IN A FOREIGN PROCEEDING PURSUANT TO 28 U.S.C. § 1782**

Petitioner Refinería de Cartagena S.A.S., hereby petitions this Court pursuant to 28 U.S.C. § 1782 for discovery in aid of foreign proceedings.

Petitioner seeks an order authorizing it to issue a document subpoena and a deposition subpoena to Mason Capital Management, L.L.C. (“**Mason**”), a hedge fund manager that maintains its principal place of business in this district. Mason is a member of an ad hoc group of creditors (the “**Ad Hoc Group**”) that hold secured debt of McDermott International Holdings B.V., f/k/a Comet II B.V., f/k/a Chicago Bridge & Iron Company N.V. (“**CB&I N.V.**”) and CB&I UK Limited (“**CB&I UK**,” and together with CB&I N.V., the “**CB&I Entities**”).

Petitioner seeks discovery from Mason for use in court-supervised restructuring proceedings that CB&I N.V. and CB&I UK have initiated in the Netherlands and England, respectively (the “**Foreign Restructuring Proceedings**”). Specifically, Petitioner seeks documents and testimony from Mason related to the CB&I Entities’ proposed restructuring plans, including (i) documents related to any valuation placed on CB&I UK, CB&I N.V. and/or McDermott International, Ltd. (the parent company of the CB&I Entities) by Mason or its advisors or consultants, (ii) documents concerning the Transaction Support Agreement entered into on September 8, 2023 between the McDermott Group, the Ad Hoc Group, the Steering

Committee, and the other relevant stakeholders, and (iii) documents concerning CB&I UK's proposed "relevant alternative" in the English Proceedings and the conclusion that returns to the creditors in the "relevant alternative" would be materially worse than the return available to plan creditors through the restructuring. Petitioner seeks this information so that it can evaluate and challenge the restructuring plans and the valuation analyses submitted by the CB&I Entities in the Foreign Restructuring Proceedings, which will affect Petitioner's interest in an arbitral award that Petitioner holds against the CB&I Entities in the amount of USD \$937,495,061 (not including interest and costs).

As explained in Petitioner's memorandum of law, filed simultaneously herewith, Petitioner is entitled to the relief sought because each of the statutory prerequisites for this Court to order discovery in aid of the Foreign Restructuring Proceedings is satisfied: (1) Mason is found in this district; (2) the discovery sought is for use in the Foreign Restructuring Proceedings; and (3) Petitioner is an "interested person" within the meaning of 28 U.S.C. § 1782. Moreover, this Court should exercise its authority to grant the request because the requested discovery is not available in the Foreign Restructuring Proceedings, courts in England and the Netherlands are receptive to discovery obtained pursuant to 28 U.S.C. § 1782, the request does not seek to circumvent foreign proof-gathering restrictions or other policies of a foreign country or the United States, and the request is not unduly intrusive or burdensome. *See Intel Corp. v. Advanced Micro Devices, Inc.*, 542 U.S. 241, 264-65 (2004).

WHEREFORE, Petitioner respectfully requests that the Court grant the Petition and authorize Petitioner to issue subpoenas to Mason in the form attached hereto as **Appendix A**, and authorize Petitioner to issue additional subpoenas for the production of documents and/or depositions of Mason as Petitioner reasonably deems appropriate and as is consistent with the

Federal Rules of Civil Procedure.

Dated: November 22, 2023

Respectfully submitted,

/s/ Thomas C.C. Childs

Thomas C.C. Childs

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